

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:	§	Chapter 11
	§	
BENDCO, INC.,	§	Case No. 18-30849
	§	
	§	
Debtor.	§	

**DEBTOR'S EMERGENCY MOTION FOR INTERIM AND FINAL ORDERS (A)
AUTHORIZING USE OF CASH COLLATERAL, (B) GRANTING ADEQUATE
PROTECTION, AND (C) SCHEDULING A PRELIMINARY AND FINAL HEARING
PURSUANT TO 11 U.S.C. §§ 361 AND 363**

THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 14 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.

REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.

There will be a hearing on this motion on March 29, 2018 at 10:30 a.m. in courtroom #400, 4th Floor, 515 Rusk, Houston, TX 77002.

To The Honorable David R. Jones
United States Bankruptcy Judge:

COMES NOW, Bendco, Inc., the Debtor herein ("Bendco" or the "Debtor"), and files this Emergency Motion for Interim and Final Orders (A) Authorizing Use of Cash Collateral, (B) Granting Adequate Protection, and (C) Scheduling a Preliminary and Final Hearing Pursuant to 11 U.S.C. §§ 361 and 363 (the "Motion"), and in support thereof, would respectfully show unto the Court as follows:

1. The Debtor filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code on February 28, 2018 (the "Date of Petition"). From and since the Date of Petition, the Debtor has maintained possession of its property, and remains in control of its ongoing business affairs, as a Debtor-in-Possession pursuant to the provisions of 11 U.S.C. §§ 1107 and 1108.

2. This Court has jurisdiction over the motion pursuant to 28 U.S.C. §§ 157 and 1334.

3. The Debtor requests this Court's authorization for the use of cash collateral pursuant to 11 U.S.C. §§ 361 and 363.

4. Notice of the Motion is being provided herewith to the United States Trustee and all Parties-in-interest pursuant to Bankruptcy Rules 2002, 4001(b) and 9006, and as required by Sections 102, 361, 362, and 363 of the Bankruptcy Code.

5. The Debtor requests a preliminary and a final hearing on the Motion in accordance with Bankruptcy Local Rule 4001(b).

6. On or about June 11, 2015, 801 Houston Ave Property for value received, made, executed, and delivered to Bank of America ("B of A") a Loan Agreement evidencing a term loan in the original principal amount of \$2,206,519.09, as otherwise extended, renewed, amended, supplemented, and/or modified including but not limited to that certain Amendment No. 1 to Loan Agreement dated August 21, 2015 and that certain Amendment No. 2 to Loan Agreement dated September 21, 2015 (collectively referred to herein as "Loan 2"). Loan 2 provided for 801 Houston Ave Property to make payments to B of A of all principal and interest.

7. Concurrent with the execution of Loan 2, Bendco, Inc., executed and delivered to B of A a Continuing and Unconditional Guaranty whereby Bendco guaranteed repayment of any

and all indebtedness of 801 Houston Ave Property, including Loan 2 (the "Bendco Guaranty").

8. The Loans are in default. Bendco has failed to abide by the terms of the Loan Documents by failing and refusing to make payments as required under the terms of the Loan Documents. All amounts under the Loan Documents have been accelerated by B of A.

9. B of A asserts it has valid, perfected, first-priority secured claim against 801 Houston Avenue Property, LLC, as of the Petition Date of which approximately \$350,000.00 is owed directly by Bendco as maker, and in excess of Two Million Five Hundred Thousand (\$2,500,000.00 Dollars as guarantor.

10. The Debtor has projected cash needs from the Petition Date through and including March 31, 2018, as set forth on the budget attached as Exhibit "A".

11. Debtor requests this Court's authority to permit the utilization of cash collateral sufficient to pay the Debtor's projected cash needs as reflected in the budget attached as Exhibit "A". The Debtor further requests this Court to determine any adequate protection to be provided to B of A for the use of such cash collateral. The payment of Debtor's expenses is absolutely essential to the ability of the Debtor to effect a reorganization, since these expenses directly contribute to the everyday operation of the Debtor's business.

Request for Preliminary Hearing

12. Debtor requests an emergency preliminary hearing for immediate authority to use cash collateral for the exclusive purpose of paying post-petition expenses incurred during Debtor's normal everyday business affairs. Since a portion of the Property is currently being leased, the timely payment of ongoing business expenses is absolutely essential for maintaining the Property.

13. Debtor has numerous expenses which must be paid immediately to adequately

protect and maintain the Property. Therefore, Debtor seeks an immediate hearing so that the cash collateral can be at least temporarily used to pay the necessary expenses.

WHEREFORE, PREMISES CONSIDERED, Bendco, Inc., the Debtor herein, prays for this Court to set a preliminary and final hearing on the Debtor's emergency request for the use of cash collateral; that at the preliminary hearing the Court grant temporary use of cash collateral; determine adequate protection payments; that at a final hearing the Court grant the Debtor's request for use of cash collateral, and authorize Debtor to utilize cash collateral sufficient to pay Debtor's ongoing monthly expenses; and grant Debtor such other and further relief as is just and equitable.

Respectfully submitted this 27th day of March, 2018.

FUQUA & ASSOCIATES, PC

By: /s/ Richard L. Fuqua
Richard L. Fuqua
State Bar No. 07552300
FUQUA & ASSOCIATES, PC
5005 Riverway, Suite 250
Houston, TX 77056
(713) 960-0277 Tel.

COUNSEL FOR DEBTOR,
BENDCO, INC.

CERTIFICATE OF SERVICE

This is to certify that a true and correct copy of the foregoing instrument was forwarded by ECF and/or by U.S. Mail, first class postage pre-paid to the United States Trustee, 515 Rusk, Suite 3516, Houston, Texas 77002 and to all parties listed on the attached service list on this the 27th day of March, 2018.

/s/ Richard L. Fuqua

Richard L. Fuqua

CERTIFICATE OF CONFERENCE

I hereby certify that I have conferred with Richard Dafoe, counsel for Bank of America, concerning the relief requested in this motion. An emergency is hearing is required for the entry of an Agreed Order regarding the relief requested.

/s/ Richard L. Fuqua

Richard L. Fuqua

EXHIBIT A

BENDCO INC.
EXPENSES
MARCH 2018 - PAGE 1

PROJECTED SALES	\$	250,000.00
ADVERTISING	\$	200.00
MEALS & ENTERTAINMENT	\$	500.00
MILEAGE REIMBURSEMENT	\$	200.00
TECH BOOKS	\$	200.00
JOB BOSS	\$	300.00
WORKERS COMP	\$	5,000.00
INSURANCE - LIABILITY BUILDING	\$	7,500.00
CONSULTING FEES	\$	1,000.00
OFFICE SUPPLIES	\$	700.00
UNIFORM EXPENSE	\$	300.00
ACCRUED PROPERTY TAXES	\$	11,000.00
ACCRUED FRANCHISE TAXES	\$	2,000.00
CELL PHONES	\$	500.00
JANITORIAL	\$	1,000.00
SALARIES - SALES	\$	13,000.00
SALARIES - ACCOUNTING	\$	10,500.00
SALARIES - OFFICERS	\$	12,000.00
SALARIES - SHOP	\$	95,000.00
BANK LOAN - PAYABLE TO BOA AS ADEQUATE PROTECTION	\$	10,000.00
BANK CHARGES FOR DIP ACCOUNT	\$	100.00
LEGAL & PROFESSIONAL	\$	15,000.00

BENDCO INC.**EXPENSES****MARCH 2018 - PAGE 2**

JOB PURCHASES	\$	1,500.00
CONTRACT SERVICES	\$	10,000.00
SHOP SUPPLIES	\$	5,000.00
AUTO EXPENSE	\$	1,500.00
DELIVERY & FREIGHT	\$	500.00
R & M OFFICE BUILDING	\$	1,000.00
R & M TRANSPORTATION	\$	550.00
EQUIPMENT RENTAL	\$	6,000.00
R & M EQUIPMENT	\$	3,000.00
R & M CRANES	\$	1,000.00
R & M SHOP BUILDING	\$	500.00
UTILITIES - ELECTRIC, WATER, PHONE & GAS	\$	17,000.00
COMPUTER EXPENSES	\$	2,000.00
COPY MACHINE LEASE	\$	2,000.00
POSTAGE MACHINE LEASE	\$	1,500.00
R-7 MACHINE #1	\$	3,000.00
R-5 MACHINE	\$	2,500.00
AKYAPAK	\$	5,000.00
TOTAL EXPENSES		\$ 249,550.00

TOTAL PROFIT	\$	450.00
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Bendco, Inc.
801 Houston Ave.
Pasadena, TX 77502

Richard L. Fuqua
Fuqua & Associates, PC
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Houston, TX 77056

U.S. Trustee
515 Rusk Ave., Ste. 3516
Houston, TX 77002

20 LARGEST UNSECURED
CREDITORS:

TXU Energy
PO Box 650638
Dallas, TX 75265

CAN Capital Asset Servicing, Inc.
Fora Financial
242 W. 36th St.
New York, NY 10018

Bank of America
PO Box 660576
Dallas, TX 75266-0576

Knight Capital Funding II
9 East Lockerman St #3A-543
Dover, DE 19001

G&A Partners
17220 Katy Fwy #350
Houston, TX 77094

Tech Induction
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Shelby Township, MI 48315

Team Industrial Services Inc.
PO Box 842233
Dallas, TX 75284-2233

TUV Rheinland Ind Solutions
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Boston, MA 02241-7532

LB Foster Ball Winch
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Ball Winch
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Willis, TX 77378

Herc Rentals, Inc.
PO Box 650280
Dallas, TX 75265-0280

Great Western Metals
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Houston, TX 77034

IRIS NDT, Inc
1115 W. 41st St.
Tulsa, OK 74107

Accutest Labs
7821 Pinemont
Houston, TX 77040

Adobe Equipment
7607 Wallisville Rd
Houston, TX 77020

Dixie Pipe Sales, LP
Dept #372
PO Box 4346
Houston, TX 77210-4346

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Danbury, CT 06810

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Fastway Freight Systems
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PARTIES REQUESTING NOTICE:

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